

P99000050891
GOFFMAN FINANCIAL CORP.
316 NORTHEAST 4TH STREET
FORT LAUDERDALE, FLORIDA 33301

954-583.9880
Fax: 954-583.9881
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -1 AM 10:09

Stuart Goffman
Sean Weiss
Herb Epstein

Insolvency & Reorganization Services
Litigation Consulting/Expert Testimony
Due Diligence/Valuation Services
Business Planning/Analysis

Ananda Subick

May 28, 1999

Attn: Clerk
Division of Corporations
Tallahassee, Florida

200002891222--6
-06/01/99--01129--005
*****78.75 *****78.75

Re: Child University, Inc.


Dear Clerk:

Enclosed is the original and a copy of the Articles of Incorporation for the above referenced company and check number 1054 in the amount of Seventy Eight and 75/100 (\$78.75) Dollars made payable to the Florida Department of State.

Please return a file stamped copy of the Articles of Incorporation to our office in the enclosed overnight envelope.

Thank you for your help with this matter.

Very truly yours,



Ananda Subick

Enclosures

D. BROWN JUN - 7 1999

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ARTICLES OF INCORPORATION
OF
CHILD UNIVERSITY, INC.

ARTICLE I.

The name of the corporation is:

CHILD UNIVERSITY, INC.

ARTICLE II.

The purpose or purposes for which this corporation is organized is for any purpose permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III.

This corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock shall be common stock having a par value of Zero and 01/100 (\$0.01) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE V.

The initial street address of the principal office of this corporation shall be 316 Northeast 4th Street, Fort Lauderdale, Florida 33301, and the Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI.

The number of Directors may be altered, from time to time, by By-Laws adopted by the Shareholders, however, the corporation shall have no less than one Director at any time.

ARTICLE VIII

The name and post office address of the first Board of Directors and officers of this corporation, who shall hold office for the first year or until their successors are chosen, shall be:

Scott Udine, President and Treasurer

316 Northeast 4th Street
Fort Lauderdale, FL 33301

Stuart Goffman, Vice President and Secretary

ARTICLE VII

The name and address of the Subscriber of these Articles of Incorporation is as follows:

Ananda Subick

11159 NW 39 Street
Number 204
Sunrise, FL 33351

ARTICLE IX

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

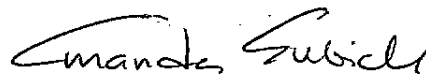
Ananda Subick

11159 NW 39 Street
Number 204
Sunrise, FL 33351

ARTICLE X

The corporation's existence will commence upon the filing of the Articles of Incorporation.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein are true.



ANANDA SUBICK
INCORPORATOR

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -1 AM 10:09

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements, personally appeared, ANANDA SUBICK, to me known to be the person described in the foregoing Articles of Incorporation, and she acknowledged before me that she executed said Articles of Incorporation.

WITNESS my hand and official seal at Fort Lauderdale, County of Broward, State of Florida, this ____ day of May, 1999.



Elizabeth Mendez

Notary Public - State of Florida

My commission expires:

I, ANANDA SUBICK, do hereby accept designation of Registered Agent for CHILD UNIVERSITY, INC.

Ananda Subick

ANANDA SUBICK
Registered Agent